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Attorneys for USA Commercial Mortgage Company

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re:
 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

In re:
 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED
 FUND, LLC,
 Debtor.

In re:
 USA CAPITAL FIRST TRUST DEED FUND, LLC,
 Debtor.

In re:
 USA SECURITIES, LLC,
 Debtor.

Affects:

- ☐ All Debtors
- ☒ USA Commercial Mortgage Company
- ☐ USA Securities, LLC
- ☐ USA Capital Realty Advisors, LLC
- ☐ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA Capital First Trust Deed Fund, LLC

Case No. BK-S-06-10725 LBR
 Case No. BK-S-06-10726 LBR
 Case No. BK-S-06-10727 LBR
 Case No. BK-S-06-10728 LBR
 Case No. BK-S-06-10729 LBR

Chapter 11

Jointly Administered Under
 Case No. BK-S-06-10725 LBR

SUBSTITUTION OF COUNSEL

Debtor USA Commercial Mortgage Company ("USACM") hereby substitutes the law firm of Dorsey & Whitney, LLP as USACM's attorneys of record in the above captioned jointly-administered bankruptcy cases, in the place and stead of the law firm of Ray Quinney & Nebeker P.C.

Copies of all future pleadings, orders, notices and records should be served upon

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The Schwartzer & McPherson Law Firm will continue as USACM's local Nevada counsel in the above-captioned jointly administered cases.

Dated this ____ day of February, 2009.

Susan M. Smith
USACM Acting Chief Financial Officer

Ray Quinney & Nebeker P.C. consents to the above substitution.

Dated this 20th day of February, 2009.

Paul C. Burke
Paul C. Burke, Esq.
Ray Quinney & Nebeker P.C.
36 South State Street, Suite 1400
Salt Lake City, Utah 84111

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The Schwartzer & McPherson Law Firm will continue as USACM's local Nevada counsel in the above-captioned jointly administered cases.

Dated this 23 day of February, 2009.



Susan M. Smith
USACM Acting Chief Financial Officer

Ray Quinney & Nebeker P.C. consents to the above substitution.

Dated this ____ day of February, 2009.

Paul C. Burke, Esq.
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1 Dorsey & Whitney, LLP accepts the above substitution.

2 Dated this ____ day of February, 2009.

3 /s/ Annette W. Jarvis

4 Annette W. Jarvis

5 Dorsey & Whitney, LLP

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Attorneys for Debtors

UNITED STATES BANKRUPTCY COURT
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In re:
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 Debtor.

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Chapter 11

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 FUND, LLC,
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In re:
 USA CAPITAL FIRST TRUST DEED FUND,
 LLC,
 Debtor.

CERTIFICATE OF SERVICE

In re:
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 Debtor.

Affects:
☐ All Debtors
☒ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
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1. On February 26, 2009 I served the following documents:

a. **Substitution of Counsel**

2. I served the above-named document(s) by the following means to the persons as listed below:

☒ a. **By ECF System:**

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☐ b. **By United States mail, postage fully prepare:**

☐ c. **By Personal Service**

I personally delivered the document(s) to the persons at these addresses:

☐ For a party represented by an attorney, delivery was made by handing the document(s) to the attorney or by leaving the document(s) at the attorney's office with a clerk or other person in charge, or if no one is in charge by leaving the document(s) in a conspicuous place in the office.

☐ For a party, delivery was made by handing the document(s) to the party or by leaving the document(s) at the person's dwelling house or usual place of abode with someone of suitable age and discretion residing there.

☐ d. **By direct email (as opposed to through the ECF System)**

Based upon the written agreement to accept service by email or a court order, I caused the document(s) to be sent to the persons at the email addresses listed below. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

☐ e. **By fax transmission**

Based upon the written agreement of the parties to accept service by fax transmission or a court order, I faxed the document(s) to the persons at the fax numbers listed below. No error was reported by the fax machine that I used. A copy of the record of the fax transmission is attached.

☐ f. **By messenger**

1 I served the document(s) by placing them in an envelope or package addressed to
2 the persons at the addresses listed below and providing them to a messenger for service.

3 **I declare under penalty of perjury that the foregoing is true and correct.**

4 Signed on: February 26, 2009

5 LAURA KERN

(Name of Declarant)

/s/ LAURA KERN

(Signature of Declarant)

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